

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

The Hertz Corporation,

Reorganized Debtor.

Tax I.D. No. 13-1938568

Chapter 11

Case No. 20-11218 (MFW)

In re

Hertz Global Holdings, Inc.,

Reorganized Debtor.

Tax I.D. No. 61-1770902

Chapter 11

Case No. 20-11219 (MFW)

In re

Thrifty Rent-A-Car System, LLC,

Reorganized Debtor.

Tax I.D. No. 73-0574010

Chapter 11

Case No. 20-11220 (MFW)

In re

Thrifty, LLC,

Reorganized Debtor.

Tax I.D. No. 73-1554876

Chapter 11

Case No. 20-11221 (MFW)

In re

Dollar Thrifty Automotive Group, Inc.,

Reorganized Debtor.

Tax I.D. No. 73-1356520

Chapter 11

Case No. 20-11222 (MFW)

<p>In re</p> <p>Firefly Rent A Car LLC,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 46-2367114</p>	<p>Chapter 11</p> <p>Case No. 20-11223 (MFW)</p>
<p>In re</p> <p>CMGC Canada Acquisition ULC,</p> <p>Reorganized Debtor.</p> <p>Canada Tax I.D. No. 822418471RC0001</p>	<p>Chapter 11</p> <p>Case No. 20-11224 (MFW)</p>
<p>In re</p> <p>Hertz Aircraft, LLC,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 26-2976918</p>	<p>Chapter 11</p> <p>Case No. 20-11225 (MFW)</p>
<p>In re</p> <p>Dollar Rent A Car, Inc.,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 05-0542273</p>	<p>Chapter 11</p> <p>Case No. 20-11226 (MFW)</p>
<p>In re</p> <p>Dollar Thrifty Automotive Group Canada Inc.,</p> <p>Reorganized Debtor.</p> <p>Canada Tax I.D. No. 106533326RC0001</p>	<p>Chapter 11</p> <p>Case No. 20-11227 (MFW)</p>

<p>In re</p> <p>Donlen Corporation,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 36-2552662</p>	<p>Chapter 11</p> <p>Case No. 20-11228 (MFW)</p>
<p>In re</p> <p>Donlen FSHCO Company,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 45-5210139</p>	<p>Chapter 11</p> <p>Case No. 20-11229 (MFW)</p>
<p>In re</p> <p>Hertz Canada Limited,</p> <p>Reorganized Debtor.</p> <p>Canada Tax I.D. No. 102337847RC0001</p>	<p>Chapter 11</p> <p>Case No. 20-11230 (MFW)</p>
<p>In re</p> <p>Donlen Mobility Solutions, Inc.,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 20-0080075</p>	<p>Chapter 11</p> <p>Case No. 20-11231 (MFW)</p>
<p>In re</p> <p>DTG Canada Corp.,</p> <p>Reorganized Debtor.</p> <p>Canada Tax I.D. No. 887612711RC0001</p>	<p>Chapter 11</p> <p>Case No. 20-11232 (MFW)</p>

<p>In re</p> <p>DTG Operations, Inc.,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 73-1389882</p>	<p>Chapter 11</p> <p>Case No. 20-11233 (MFW)</p>
<p>In re</p> <p>Hertz Car Sales LLC,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 80-0033698</p>	<p>Chapter 11</p> <p>Case No. 20-11234 (MFW)</p>
<p>In re</p> <p>DTG Supply, LLC,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 73-1325498</p>	<p>Chapter 11</p> <p>Case No. 20-11235 (MFW)</p>
<p>In re</p> <p>Hertz Global Services Corporation,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 22-3741182</p>	<p>Chapter 11</p> <p>Case No. 20-11236 (MFW)</p>
<p>In re</p> <p>Hertz Local Edition Corp.,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 13-3053797</p>	<p>Chapter 11</p> <p>Case No. 20-11237 (MFW)</p>

<p>In re</p> <p>Hertz Local Edition Transporting, Inc.,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 22-3376683</p>	<p>Chapter 11</p> <p>Case No. 20-11238 (MFW)</p>
<p>In re</p> <p>Donlen Fleet Leasing Ltd.,</p> <p>Reorganized Debtor.</p> <p>Canada Tax I.D. No. 136785763RC0001</p>	<p>Chapter 11</p> <p>Case No. 20-11239 (MFW)</p>
<p>In re</p> <p>Hertz System, Inc.,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 36-2025222</p>	<p>Chapter 11</p> <p>Case No. 20-11240 (MFW)</p>
<p>In re</p> <p>Smartz Vehicle Rental Corporation,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 45-2722986</p>	<p>Chapter 11</p> <p>Case No. 20-11241 (MFW)</p>
<p>In re</p> <p>Thrifty Car Sales, Inc.,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 73-1554875</p>	<p>Chapter 11</p> <p>Case No. 20-11242 (MFW)</p>

<p>In re</p> <p>Hertz Technologies, Inc.,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 22-3108869</p>	<p>Chapter 11</p> <p>Case No. 20-11243 (MFW)</p>
<p>In re</p> <p>TRAC Asia Pacific, Inc.,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 73-1354213</p>	<p>Chapter 11</p> <p>Case No. 20-11244 (MFW)</p>
<p>In re</p> <p>Hertz Transporting, Inc.,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 13-3215204</p>	<p>Chapter 11</p> <p>Case No. 20-11245 (MFW)</p>
<p>In re</p> <p>Rental Car Group Company, LLC,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 81-0852831</p>	<p>Chapter 11</p> <p>Case No. 20-11246 (MFW)</p>
<p>In re</p> <p>Rental Car Intermediate Holdings, LLC,</p> <p>Reorganized Debtor.</p> <p>Tax I.D. No. 35-2542459</p>	<p>Chapter 11</p> <p>Case No. 20-11247 (MFW)</p>

In re

The Hertz Corporation, *et al.*,¹

Reorganized Debtors.

Chapter 11

Case No. 20-11218 (MFW)

(Jointly Administered)

Re: Docket No. ____

FINAL DECREE (I) CLOSING CERTAIN CASES

AND (II) GRANTING RELATED RELIEF

Upon the motion (the “**Motion**”)² of the Reorganized Debtors for entry of an order (this “**Order**”) pursuant to section 350(a) of the Bankruptcy Code, Bankruptcy Rule 3022 and Local Rules 2002-1(f) and 3022-1, for entry of a final decree (i) closing the Closing Cases and (ii) granting related relief, all as more fully described in the Motion; and the Court having reviewed the Motion and no objections having been filed; and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012 (Sleet, C.J.), and Article XI of the Plan; this is a core proceeding pursuant to 28 U.S.C. § 157(b); venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; due, sufficient, and proper notice of the Motion having been provided under the circumstances and in accordance with the Bankruptcy Rules and the Local Rules, and it appearing that no other or further notice need be provided; and a hearing having been held, if necessary, to consider the relief

¹ The last four digits of The Hertz Corporation’s tax identification number are 8568. The location of the Reorganized Debtors’ service address is 8501 Williams Road, Estero, FL 33928. The Chapter 11 Cases are jointly administered for procedural purposes, and a complete list of the Reorganized Debtors and the last four digits of their federal tax identification numbers may be obtained on the website of the Reorganized Debtors’ claims and noticing agent at <https://restructuring.primeclerk.com/hertz>.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

requested in the Motion (the “**Hearing**”); and the record of the Hearing, if any, and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Reorganized Debtors, their estates, their creditors, their stakeholders, and all other parties-in-interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The chapter 11 cases of (1) The Hertz Corporation (Case No. 20-11218 (MFW)); (2) Hertz Global Holdings, Inc. (Case No. 20-11219 (MFW)); (3) Thrifty Rent-A-Car System, LLC (Case No. 20-11220 (MFW)); (4) Thrifty, LLC (Case No. 20-11221 (MFW)); (5) Dollar Thrifty Automotive Group, Inc. (Case No. 20-11222 (MFW)); (6) Firefly Rent A Car LLC (Case No. 20-11223 (MFW)); (7) CMGC Canada Acquisition ULC (Case No. 20-11224 (MFW)); (8) Hertz Aircraft, LLC (Case No. 20-11225 (MFW)); (9) Dollar Rent A Car, Inc. (Case No. 20-11226 (MFW)); (10) Dollar Thrifty Automotive Group Canada Inc. (Case No. 20-11227 (MFW)); (11) Donlen Corporation (Case No. 20-11228 (MFW)); (12) Donlen FSHCO Company (Case No. 20-11229 (MFW)); (13) Hertz Canada Limited (Case No. 20-11230 (MFW)); (14) Donlen Mobility Solutions, Inc. (Case No. 20-11231 (MFW)); (15) DTG Canada Corp. (Case No. 20-11232 (MFW)); (16) DTG Operations, Inc. (Case No. 20-11233 (MFW)); (17) Hertz Car Sales LLC (Case No. 20-11234 (MFW)); (18) DTG Supply, LLC (Case No. 20-11235 (MFW)); (19) Hertz Global Services Corporation (Case No. 20-11236 (MFW)); (20) Hertz Local Edition Corp. (Case No. 20-11237 (MFW)); (21) Hertz Local Edition Transporting, Inc. (Case No. 20-11238 (MFW)); (22) Donlen Fleet Leasing Ltd. (Case No. 20-11239 (MFW)); (23) Hertz System,

Inc. (Case No. 20-11240 (MFW)); (24) Smartz Vehicle Rental Corporation (Case No. 20-11241 (MFW)); (25) Thrifty Car Sales, Inc. (Case No. 20-11242 (MFW)); (26) Hertz Technologies, Inc. (Case No. 20-11243 (MFW)); (27) TRAC Asia Pacific, Inc. (Case No. 20-11244 (MFW)); (28) Hertz Transporting, Inc. (Case No. 20-11245 (MFW)); and (29) Rental Car Group Company, LLC (Case No. 20-11246 (MFW)) (collectively, the “**Closing Cases**”) are hereby **CLOSED**.

3. The case of Reorganized Debtor Rental Car Intermediate Holdings, LLC (“**RCIH**”) (Case No. 20-11247 (MFW)), shall remain open pending further order of this Court and, from and after the date of entry of this order and final decree, all motions, applications, notices, and other pleadings relating to any of the Debtors or the Reorganized Debtors shall be filed in such case.

4. The Clerk of this Court shall enter this Order and final decree individually on each of the dockets of the Closing Cases and each of the dockets of the Closing Cases shall be marked as “Closed.” Additionally, a docket entry shall be made in each of the Closing Cases that provides:

The Court has entered a final decree closing the chapter 11 cases of The Hertz Corporation and all of its affiliated reorganized debtors except Rental Car Intermediate Holdings, LLC. The docket in the case of Rental Car Intermediate Holdings, LLC, Case No. 20-11247 (MFW) will remain open until further order of this Court. Commencing on September [], 2021, all motions, notices, and other pleadings relating to The Hertz Corporation and any of its affiliated reorganized debtors (the “Reorganized Debtors”) shall be filed on the docket of Rental Car Intermediate Holdings, LLC’s chapter 11 case, Case No. 20-11247 (MFW). The docket of Rental Car Intermediate Holdings, LLC chapter 11 case should be consulted for all matters affecting the Reorganized Debtors’ chapter 11 cases after such date.

5. Entry of this Order and final decree (a) is without prejudice to the rights of the Reorganized Debtors or any other party with requisite standing to, by motion or other pleading filed on the RCIH docket, (i) commence, prosecute and/or resolve any claim or Cause of Action, (ii) object to claims filed against any Debtor or Reorganized Debtor; or (iii) seek other relief from

the Court related to the Chapter 11 Proceedings, the Plan, or Confirmation Order including, without limitation to the generality of the foregoing, to (x) seek to enforce the provisions of the Plan or the Confirmation Order against any party bound thereby, or (y) request relief from the discharge injunction imposed by Art. VIII.F of the Plan and XIX of the Confirmation Order with respect to actions against any Debtor or Reorganized Debtor; *provided* that the Debtors reserve all rights and defenses with respect to any and all such actions, motions, or other pleadings described in this Paragraph 5(a) and the relief sought therein; (b) is without prejudice to the rights of the Reorganized Debtors or any party in interest to reopen the Closing Cases for cause; and (c) shall have no effect whatsoever on any contested or other matters pending before this Court, including, for the avoidance of doubt, the Pending Litigation.³

6. Following the entry of this Order, all pleadings with respect to the U.S. Bank Motion shall be filed on the docket of RCIH. To the extent the Court finds that any order or judgment with respect to the U.S. Bank Motion cannot be entered on the docket of RCIH and must

³ The “**Pending Litigation**” are the following: (1) the adversary proceeding captioned *Wells Fargo Bank, National Association v. The Hertz Corporation, et al.*, Adv. Pro. No. 21-50995 (MFW) filed on July 1, 2021 by Wells Fargo Bank, N.A., in its capacity as indenture trustee of certain (i) 6.250% Unsecured Notes due 2022, (ii) 5.500% Unsecured Notes due 2024, (iii) 7.125% Unsecured Notes due 2026, and (iv) 6.000% Unsecured Notes due 2028 (collectively the “**Notes**”) issued by The Hertz Corporation, alleging that the holders of the Unsecured Notes are entitled to payment of certain redemption premiums and post-petition interest at the applicable contractual rate (the “**Make-Whole Adversary**”); (2) the adversary proceeding captioned *The Hertz Corporation, et al. v. Ayoub et al.*, Adv. Pro. No. 20-50761 (MFW), filed on July 17, 2020 by the Hertz Corporation against certain false police report plaintiffs (the “**False Police Report Plaintiffs**”) in various state courts seeking injunctive relief extending the automatic stay to such plaintiffs’ claims against non-Debtor defendants in the underlying actions and related litigation on the lead Chapter 11 Case of The Hertz Corporation (the “**False Police Report Plaintiffs Litigation**”); (3) the litigation initiated in the lead Chapter 11 Case of The Hertz Corporation related to certification of class action classes pursuant to Bankruptcy Rule 7023, including as initiated by *Enrico Moretti’s Motion For Entry of an Order Applying Bankruptcy Rule 7023 to His Class Proof of Claim and Certifying The Classes and Subclasses* [Docket No. 1945] and the *Motion Pursuant to Fed. R. Bankr. P. 9014(c) For Entry of an Order Applying Fed. R. Bankr. P. 7023 to the Warn Act Class Proof of Claim and Other Relief* [Docket No. 2180] (the “**Class Certification Litigation**,” and the claimants party thereto, the “**Class Action Claimants**”) and (4) Motion of 7.000% Unsecured Promissory Note Trustee Pursuant to Paragraph 18 of the Confirmation Order for Allowance of Additional Amounts to Render 7.000% Unsecured Promissory Notes Claims Unimpaired [D.I. 5822] (the “**U.S. Bank Motion**”). RCIH’s chapter 11 case, which will remain open, provides a sufficient avenue for resolving the Pending Litigation and no rights of the parties in such actions will be impacted by the entrance of a final decree in the Closing Cases.

be entered on the docket of *In re Hertz Corporation*, Case No. 20-11218 (MFW) (the “**The Hertz Corporation Case**”), the Reorganized Debtors consent to the re-opening of The Hertz Corporation solely to allow for the issuance of such order or judgment and any other related pleadings, which shall be filed in The Hertz Corporation Case. All rights of U.S. Bank National Association, in its capacity as trustee pursuant to that certain Indenture dated as of December 1, 1994, to seek the reopening of The Hertz Corporation Case are fully preserved.

7. Following the entry of this Order, all pleadings with respect to the claims or actions of (i) Dashonda Stallworth (Knight) and (ii) James Tolen (the “**Stallworth & Tolen**”) against any Debtor or Reorganized Debtor shall be filed on the docket of RCIH. Notwithstanding the foregoing, to the extent the Court finds that any order or judgment with respect to the claims or actions of the Stallworth & Tolen against the Reorganized Debtors must be entered on the docket of The Hertz Corporation Case, the Reorganized Debtors consent to the re-opening of The Hertz Corporation solely to allow for the issuance of such order or judgment and any other related pleadings, which shall be filed in The Hertz Corporation Case. For the avoidance of doubt, this Order shall not affect any of the rights of the Stallworth & Tolen to seek the reopening of The Hertz Corporation Case, which rights are fully preserved.

8. Following entry of this Order and final decree, the caption for Case No. 20-11247 (MFW) shall read as follows:

In re

Rental Car Intermediate Holdings, LLC,¹

Reorganized Debtor.

Chapter 11

Case No. 20-11247 (MFW)

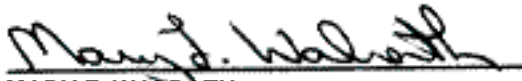
¹ The last four digits of the tax identification number of Reorganized Debtor Rental Car Intermediate Holdings, LLC (“**RCIH**”) are 2459. The location of the Reorganized Debtors’

service address is 8501 Williams Road, Estero, FL 33928. On September [], 2021, the Court entered a final decree closing each of the chapter 11 cases for The Hertz Corporation and its affiliated reorganized debtors (the “**Reorganized Debtors**”) other than RCIH’s chapter 11 case. Commencing on September [], 2021, all motions, notices, and other pleadings relating to any of the Reorganized Debtors shall be filed in RCIH’s chapter 11 case, Case No. 20-11247 (MFW).

9. The Reorganized Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this order and final decree in accordance with the Motion.

10. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: September 28th, 2021
Wilmington, Delaware


MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE